

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Colombo Topco Limited)
) IB Docket No. _____
Petition for Declaratory Ruling under)
Section 310(b)(4) of the Communications)
Act of 1934, As Amended)

To: International Bureau
Federal Communications Commission

PETITION FOR DECLARATORY RULING

Pursuant to Section 310(b)(4) of the Communications Act of 1934, as amended, and Section 1.5000(a)(1) of the Commission’s rules,¹ Colombo Topco Limited (“Colombo”), on behalf of its current and future FCC licensee and lessee subsidiaries,² respectfully petitions the Federal Communications Commission (“FCC” or “Commission”) for a declaratory ruling (“Petition”) that it would not serve the public interest to prohibit indirect foreign ownership of Colombo and its subsidiaries of up to 100 percent. This Petition seeks authority for certain foreign entities and individuals identified herein to collectively indirectly hold up to 100 percent of the voting and equity interests in Commission Commercial Mobile Radio Service (“CMRS”) licensees Tampnet Inc. (“Tampnet”) and its subsidiaries Tampnet USA LLC (formerly known as Broadpoint Newco, LLC) (“Tampnet USA”) and Tampnet Licensee, LLC (Tampnet, Tampnet

¹ 47 C.F.R. § 1.5000(a)(1).

² 47 C.F.R. § 1.5000(c)(2)(ii).

USA, and Tampnet Licensee collectively, the “Tampnet Companies”).³ Brent Infrastructure I B.V. (“Brent”), the current indirect parent company of the Tampnet Companies, and Colombo Topco Limited (“Colombo”), have separately requested Commission consent under Sections 214 and 310 of the Communications Act of 1934, as amended (the “Act”),⁴ to the transfer of control of the Tampnet Companies from Brent to Colombo (“Transaction”).⁵

I. BACKGROUND

Section 310(b)(4) of the Communications Act prohibits the issuance of any common carrier radio license to:

any corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country, if the Commission finds the public interest will be served by the refusal or revocation of such license.⁶

In the *Foreign Participation Order*, the Commission concluded that allowing additional foreign investment in common carrier wireless licensees beyond the 25 percent benchmark established in Section 310(b)(4) would promote competition in the U.S. market, thereby serving the public

³ Tampnet (FRN 0023627375), a corporation organized under the laws of Delaware, is the 100 percent direct parent company of Tampnet USA (FRN 0024781916) and Tampnet Licensee (FRN 0024556581), both Delaware limited liability companies. The Tampnet Companies operate a high speed multi-point microwave, 4G LTE, and deep-water fiber network in the Gulf of Mexico and adjacent coastal areas in Louisiana, Mississippi, and Texas to provide communications services to customers in the energy and maritime industries, in addition to customers of other mobile telecommunications providers in the Gulf service area through roaming agreements with those providers.

⁴ 47 U.S.C. §§ 214, 310.

⁵ Colombo and Brent are concurrently filing applications seeking FCC consent for the transfer of control from Brent to Colombo Bidco of FCC licenses and leases held by the Tampnet Companies.

⁶ 47 U.S.C. § 310(b)(4) (emphasis added).

interest.⁷ More recently, in the *Foreign Ownership Policies Second Report and Order*, the Commission re-affirmed that “foreign investment has been and will continue to be an important source of financing for U.S. telecommunications companies, fostering technical innovation, economic growth, and job creation.”⁸

The instant declaratory ruling is requested in connection with applications seeking consent for the transfer of control from Brent to Colombo’s direct, wholly owned subsidiary, Colombo Bidco Limited, of the licenses and leases held by the Tampnet Companies. A full description of the Transaction and its public interest benefits is set forth in Exhibit 1 to the Joint Application for Consent to Transfer Control of Domestic and International Section 214 Authorizations filed in connection with the Transaction. This application is incorporated herein by reference.

II. DESCRIPTION OF THE TRANSACTION

On July 27, 2018, Brent and Colombo Bidco entered into a Share Purchase Agreement, pursuant to which Brent will sell to Colombo Bidco, and Colombo Bidco will buy from Brent, all of the issued and outstanding shares of Brent Holding AS (“Brent Holding”), which wholly owns and controls Brent Invest AS (“Brent Invest”), which, in turn, is the wholly owns and controls the Tampnet Companies.⁹ As a result of this Transaction, Brent Holding will become a wholly owned

⁷ See *Rules and Policies on Foreign Participation in the U.S. Telecommunication Market, Report and Order and Order on Reconsideration*, 12 FCC Rcd 23891, 23940 ¶ 111 (1997) (“*Foreign Participation Order*”).

⁸ *Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licenses Under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Second Report and Order, 26 FCC Rcd 5741, 5741 ¶ 3 (2013).

⁹ Brent Holding and Brent AS are Norwegian private corporations and the Commission approved their ownership of the Tampnet Companies in connection with the prior acquisition of the Tampnet Companies by Brent. See *Applications of AT&T Mobility Spectrum LLC, Tampnet Inc., Tampnet Licensee LLC, Broadpoint License Co., LLC, and Broadpoint Wireless License Co., LLC for Consent to Assign Licenses and Approval of Long-Term De Facto Transfer Spectrum Leasing*

direct subsidiary of Colombo Bidco, which, in turn, is a wholly owned subsidiary of Colombo. Consequently, the Tampnet Companies will become wholly owned indirect subsidiaries of Colombo.

III. INFORMATION REQUIRED BY SECTION 1.5001

1. Section 1.5001(a): Contact Information, FRN, Place of Organization, Type of Business Organization, and Name and Title of Officer Certifying to the Information Contained in the Petition

Name: Colombo Topco Limited
FRN: 0027742469
Mailing Address: 16 Palace Street,
London, SW1E 5JD, United Kingdom
Place of Organization: United Kingdom
Telephone: +44 (0) 20 7975 3565
Facsimile: +44 (0) 20 7975 3490
Email Address: Matt.Barker@3i.com
Type of Organization: Limited Company
Officer Certifying to the Information Contained in the Petition:
Matthew Barker, Director, Colombo

2. Section 1.5001(b): Legal Counsel Contact

Name: Kathleen Q. Abernathy
Mailing Address: 1800 M Street, N.W., Suite 800N,
Washington, D.C. 20036
Telephone: (202) 783-4141
Facsimile: (202) 783-5851
Email: kabernathy@wbklaw.com

3. Section 1.5001(c)(1): Licensees and Licenses Covered by Declaratory Ruling

A list of the licenses and authorizations that are held by the Tampnet Companies and that Colombo, through its subsidiaries, will control post-closing is set out in Appendix A.

Arrangements, Memorandum Opinion and Order and Declaratory Ruling, 31 FCC Rcd 7890, Appendix B (2016).

4. Section 1.5001(c)(2): Associated Applications

Colombo Bidco and Brent have filed a series of license and lease transfer of control applications in connection with the Transaction. The lead wireless application is ULS File No. 0008305302 and the lead Section 214 application is the Joint Application for Consent to Transfer Control of Domestic and International Section 214 Authorizations, filed on August 24, 2018, File No. IB2018005094.

5. Section 1.5001(d): Type of Declaratory Ruling

Colombo seeks authority under Section 1.5000(a)(1) of the Commission’s rules.

6. Section 1.5001(e) and (g): Direct Ownership

Upon closing, the following entities directly will hold a ten percent or greater equity and/or voting interest, or a controlling interest, in Colombo:¹⁰

Name:	Arbejdsmarkedets Tillaegspension
Address:	Kongens Vænge 8, 3400 Hillerød, Denmark
Place of Organization:	Denmark
Type of Organization:	Self-governing institution ¹¹
Principal Business:	Pension fund
Percentage Held:	ATP is expected to hold a direct 38.5-40 percent voting interest and a 42.5-45 percent equity interest in Colombo Topco Limited.

Name:	3i Infrastructure plc
Address:	12 Castle Street, St Helier, Jersey JE2 3RT
Place of Organization:	Jersey (Channel Islands)

¹⁰ As set forth in Appendix B, Colombo wholly owns and controls Colombo Holdco Limited (“Colombo Holdco”), a UK limited liability company, and Colombo Holdco wholly owns and controls Colombo Bidco, which directly entered into a purchase agreement with the ultimate parent company of the Tampnet Companies, Brent.

¹¹ ATP is a self-governing, mandatory pension scheme in Denmark established in 1964 under the Danish Act on Labour Market Supplementary Pension (the “ATP Act”), currently Consolidated Act No. 1110 of 10 October 2014, as amended. The purpose of ATP is to distribute supplementary pension payments to more than 5 million members in Denmark in accordance with the ATP Act.

Type of Organization:	Public limited company. 3i Infrastructure is publicly listed on the London Stock Exchange (Ticker: 3IN).
Principal Business:	Investment Company
Percentage Held:	3i Infrastructure is expected to hold a direct 38.5-40 percent voting interest and a 42.5-45 percent equity interest in Colombo.

Following consummation of the Transaction, certain managers and executives of the Tampnet Companies will be issued Colombo stock. As a result, they collectively are expected to hold the approximately 20-25 percent voting and approximately 10-15 percent equity interest in Colombo that is not held by 3i Infrastructure or ATP. None individually are expected to hold a five percent or greater interest in Colombo. However, certain of these managers, Per Helge Svensson, Trygve Hagevik, Anders Tysdal, and Arnt Erlink Skavdal, all whom are citizens of Norway, may hold a voting interest in Colombo approaching five percent through their individual Norwegian personal investment vehicles. Specific approval for these individuals and their personal investment vehicles is set forth below.

7. Section 1.5001(f) and (g): Indirect Ownership

The following entities indirectly will hold an indirect ten percent or greater equity and/or voting interest, or a controlling interest, in Colombo:

Name:	3i Group plc
Address:	16 Palace Street, London SW1E 5JD, United Kingdom
Place of Organization:	United Kingdom
Type of Organization:	Public limited company. 3i Group is publicly listed on the London Stock Exchange (Ticker: III).
Principal Business:	Investment fund
Percentage Held:	3i Group holds a direct approximately 34 percent voting and equity interest in 3i Infrastructure. ¹² Thus, 3i Group

¹² Other than 3i Group, no other individual or entity holds a direct or indirect voting or equity interest in 3i Infrastructure of ten percent or more. The ownership interest of 3i Group in 3i Infrastructure is accurate as of the end of 3i Infrastructure's most recent fiscal year, March 31, 2018, but is subject to change. 3i Investments, 3i plc, and 3i Holdings are public limited companies

will be deemed to hold an indirect equity interest in Colombo that is expected to be between approximately 14.4 and 15.3 percent and an indirect voting interest in Colombo that is expected to be between 13.1 and 13.6 percent. 3i Group also indirectly wholly owns and controls 3i Investments plc (“3i Investments”), which, as set forth below, will exercise indirect control over Colombo and therefore also Tampnet. Through its direct 34 percent voting interest in 3i Infrastructure and its indirect 100 percent control of 3i Investments, 3i Group will exercise indirect control over Colombo and therefore also Tampnet.

Name: 3i Investments plc (“3i Investments”)
Address: 16 Palace Street
London, SW1E 5JD, United Kingdom
Place of Organization: United Kingdom
Type of Organization: Public limited company
Principal Business: Investment management company
Percentage Held: 3i Investments will not hold a direct or indirect ownership interest in Colombo or Tampnet. However, it is intended that 3i Investments will enter into separate arrangements with both 3i Infrastructure and ATP prior to the consummation of the Transaction pursuant to which 3i Investments will act as the sole investment manager to 3i Infrastructure and ATP with respect to their respective indirect investments in Tampnet. As a result of these arrangements, 3i Investments will have sole, indirect control over the day-to-day management of Tampnet.

Name: 3i plc
Address: 16 Palace Street
London, SW1E 5JD, United Kingdom
Place of Organization: United Kingdom
Type of Organization: Public limited company
Principal Business: Holding company
Percentage Held: 3i plc will not hold a direct or indirect ownership interest in Colombo or Tampnet. However, 3i plc holds a direct 100 percent voting and equity interest in 3i Investments, which, as set forth above, will have sole, indirect control over the day-to-day management of Tampnet.

organized under the laws of, and headquartered in, the United Kingdom. Their address is 16 Palace Street, London, SW1E 5JD, United Kingdom.

Name: 3i Holdings plc
Address: 16 Palace Street
London, SW1E 5JD, United Kingdom
Place of Organization: United Kingdom
Type of Organization: Public limited company
Principal Business: Holding company
Ownership interest: 3i Holdings plc will not hold a direct or indirect ownership interest in Colombo or Tampnet. However, 3i Holdings plc holds an indirect 100 percent voting and equity interest in 3i Investments, which, as set forth above, will have sole, indirect control over the day-to-day management of Tampnet.

After consummation of the Transaction, no other individual or entity indirectly will hold a ten percent or greater equity and/or voting interest in Colombo.

8. Section 1.5001(h)(1): Estimate of Aggregate Foreign Ownership

Following consummation of the Transaction, 75-80 percent of Colombo's direct equity and 85-90 percent of Colombo's direct voting interests are expected to be held in equal proportion by the following foreign entities: 3i Infrastructure and ATP. The remaining direct voting and equity interests in Colombo are expected to be held by certain managers and officers of Tampnet. None individually are expected to hold a five percent or greater interest in Colombo. However, certain of these managers, Per Helge Svensson, Trygve Hagevik, Anders Tysdal, and Arnt Erlink Skavdal, may hold a voting interest in Colombo approaching five percent through their individual Norwegian personal investment vehicles. Specific approval for these individuals and their personal investment vehicles is requested below. The foregoing direct ownership interests in Colombo all were calculated in accordance with Section 1.5002 of the Commission's rules. Further information regarding the Transaction that prompted the filing of this Petition, including a demonstration that the public interest will be served by grant of the Petition, is provided in Sections I and III of this Petition.

9. Section 1.5001(h)(2): Ownership Chart

A chart depicting Colombo's post-closing ownership and control structure is set out in Appendix B.

10. Section 1.5001(i) and (j): Requests for Specific Approval

Colombo requests specific approval for each of the entities listed above in response to Sections 1.5001(e)-(g). In addition, Colombo requests Commission approval of each of the following foreign entities, none of which will hold a ten percent or greater direct or indirect voting or equity interest in Colombo:¹³

Name:	Schroders plc ("Schroders")
Address:	31 Gresham Street London EC2V 7QA, United Kingdom
Place of Organization:	United Kingdom
Type of Organization:	Public limited company. Schroders is publicly listed on the London Stock Exchange (Ticker: SDR).
Principal Business:	Asset Management Company
Percentage Held:	Schroders holds a direct 7.8 percent voting and equity interest in 3i Infrastructure. ¹⁴ Thus, Schroder will be deemed to hold an indirect voting and equity interest in Colombo of approximately 3.9 percent.
Name:	Artemis Investment Management, LLP ("Artemis")
Address:	Cassini House 57 St. James's Street London SW1A 1LD, United Kingdom
Place of Organization:	United Kingdom
Type of Organization:	Privately held limited liability partnership
Principal Business:	Investment fund manager
Percentage Held:	Artemis holds a direct 5.4 percent voting and equity interest in 3i Group. ¹⁵ Thus, Artemis will be deemed to hold an

¹³ BlackRock, Inc. holds an interest of 8.4 percent in 3i Group plc. Because BlackRock, Inc. is a U.S.-organized and U.S.-based company, specific approval for Blackrock's interest is not being requested herein.

¹⁴ The ownership interest of Schroders in 3i Infrastructure is accurate as of the end of 3i Infrastructure's most recent fiscal year, March 31, 2018, but is subject to change.

¹⁵ The ownership interest of Artemis in 3i Group is accurate as of the end of 3i Group's most recent fiscal year, March 31, 2018, but is subject to change.

indirect equity interest in Colombo of approximately one percent and may be deemed to hold an indirect voting interest in Colombo, and therefore Tampnet, of 5.4 percent through 3i Group's controlling interest in Colombo and Tampnet resulting from 3i Group's approximately 34 percent direct equity and voting interest in 3i Infrastructure and indirect 100 percent control of 3i Investments.

Name: Threadneedle Asset Management Ltd. ("Threadneedle")
Address: Cannon Place
78 Cannon Street
London EC4N 6AG, United Kingdom
Place of Organization: United Kingdom
Type of Organization: Privately held limited company
Principal Business: Investment fund manager
Percentage Held: Threadneedle holds a direct 3.5 percent voting and equity interest in 3i Group.¹⁶ Thus, Threadneedle will be deemed to hold an indirect equity interest in Colombo of less than one percent and may be deemed to hold an indirect voting interest in Colombo, and therefore Tampnet, of 3.5 percent through 3i Group's controlling interest in Colombo and Tampnet resulting from 3i Group's approximately 34 percent direct equity and voting interest in 3i Infrastructure and indirect 100 percent control of 3i Investments.¹⁷

Name: Per Helge Svensson
Address: Hinna Park, Stadionblokk C, Jåttåvågveien 7,
N-4020 Stavanger, Norway
Citizenship: Norway
Principal Business: CEO of Tampnet and 100 percent owner of Coachit AS
Percentage Held: Through Coachit AS, Per Helge Svensson is expected to hold an indirect voting and equity interest in Colombo of less than 5 percent.

Name: Coachit AS
Address: Markveien 51,
4020 Stavanger Norway
Citizenship: Norwegian limited liability company with org. no. 990
186 855
Principal Business: Personal investment vehicle of Per Helge Svensson

¹⁶ The ownership interest of Threadneedle in 3i Group is accurate as of the end of 3i Group's most recent fiscal year, March 31, 2018, but is subject to change.

¹⁷ Other than Artemis and Threadneedle, no other individual or entity holds an interest in 3i Group that is required to be publicly reported under the rules of the London Stock Exchange. The remaining shares of 3i Group are publicly held and widely dispersed.

Percentage Held: Coachit AS is expected to hold a direct voting and equity interest in Colombo of less than 5 percent.

Name: Trygve Hagevik
Address: Hinna Park, Stadionblokk C, Jåttåvågveien 7, N-4020 Stavanger, Norway

Citizenship: Norway
Principal Business: CCO of Tampnet and 100 percent owner of Socc AS
Percentage Held: Through Socc AS, Trygve Hagevik is expected to hold an indirect voting and equity interest in Colombo of less than 5 percent.

Name: Socc AS
Address: Sørlibakken 7c, 4073 Randaberg, Norway

Citizenship: Norwegian limited liability company with org. no. 999 189 342
Principal Business: Personal investment vehicle of Trygve Hagevik
Percentage Held: Socc AS is expected to hold a direct voting and equity interest in Colombo of less than 5 percent.

Name: Anders Tysdal
Address: Hinna Park, Stadionblokk C, Jåttåvågveien 7, N-4020 Stavanger, Norway

Citizenship: Norway
Principal Business: CSO of Tampnet and 100 percent owner of Ansoma AS
Percentage Held: Through Ansoma AS, Anders Tysdal is expected to hold an indirect voting and equity interest in Colombo of less than 5 percent.

Name: Ansoma AS
Address: Viggo Ullmanns gate 5A, 4317 Sandnes, Norway

Citizenship: Norwegian limited liability company with org. no. NO 999 185 088
Principal Business: Personal investment vehicle of Anders Tysdal
Percentage Held: Ansoma AS is expected to hold a direct voting and equity interest in Colombo of less than 5 percent.

Name: Arnt Erlink Skavdal
Address: Hinna Park, Stadionblokk C, Jåttåvågveien 7, N-4020 Stavanger, Norway

Citizenship: Norway
Principal Business: CTO of Tampnet and 100 percent owner of Arnin AS

Percentage Held:	Through Arnin AS, Arnt Erlink Skavdal is expected to hold an indirect voting and equity interest in Colombo of less than 5 percent.
Name:	Arnin AS
Address:	Dr. Sands veg 1C, 7020 Trondheim, Norway
Citizenship:	Norwegian limited liability company with org. no. 998 181 739
Principal Business:	Personal investment vehicle of Arnt Erlink Skavdal
Percentage Held:	Arnin AS is expected to hold a direct voting and equity interest in Colombo of less than 5 percent.

11. Section 1.5001(k): Requests for Advance Approval

Colombo seeks approval for the following foreign entities to obtain up to a 100 percent equity and voting interests in Colombo. As described above, these entities will indirectly control Colombo through a combination of 3i Group's approximately 34 percent direct voting and equity interest in 3i Infrastructure and 3i Investment's exclusive management of 3i Infrastructure's and ATP's interest in Tampnet via the separate investment management agreements intended to be entered into between 3i Investment and 3i Infrastructure and 3i Investment and ATP.

- 3i Group plc
- 3i Holdings plc
- 3i plc
- 3i Investments plc

Colombo also seeks approval for the following foreign entities and individuals to increase their aggregate interest in Colombo, at some future time, up to and including a non-controlling 49.99 percent indirect equity and voting interest in Colombo.

- ATP¹⁸

¹⁸ Immediately upon closing of the Transaction, ATP will hold a 50 percent direct equity and voting interest in Colombo, although, as set forth herein, effective control of ATP's voting interest will reside in 3i Investments as a result of the investment management agreement expected to be entered into between 3i Investments and ATP. Further, ATP's equity interest will

- 3i Infrastructure
- Schroders
- Artemis
- Threadneedle
- Per Helge Svensson
- Coachit AS
- Trygve Hagevik
- Socc AS
- Anders Tysdal
- Ansoma AS
- Arnt Erlink Skavdal
- Arnin AS

IV. GRANT OF THIS PETITION IS IN THE PUBLIC INTEREST

The requested declaratory ruling is fully consistent with the standard set forth in Section 310(b)(4), the Commission's foreign ownership rules, and prior precedent. The requested declaratory ruling seeks authorization for 3i Infrastructure and ATP (through their respective affiliates) and Managers to exercise control over Colombo.

As a result of the Transaction, the Tampnet Companies will be able to draw upon the extensive managerial and communications experience of 3i Infrastructure and its affiliates, as well as the financial resources of ATP. Specifically, the Tampnet Companies will benefit from improved access to capital, enhancing their competitive position in the communications services space and their ability to provide a variety of innovative wireless products and services in the Gulf of Mexico to serve the unique needs of customers in this difficult operating environment.¹⁹ Further, grant of the Petition will clearly serve the public interest because it will enable the Tampnet

fall below 50 percent shortly after the initial closing as a result of the issuance of interests in Colombo to managers of Tampnet as described above.

¹⁹ The management, operational, and customer-facing teams of the Tampnet Companies will continue to manage their day-to-day businesses following completion of the Transaction. The Tampnet Companies thus will continue to be operated by highly experienced, well-qualified personnel.

Companies to accelerate their Gulf of Mexico facilities deployments.²⁰ As a result, there is no basis upon which the Commission could conclude that “the public interest will be served by the refusal” of the requested relief.

V. CONCLUSION

For the foregoing reasons, Colombo requests the Commission to promptly grant this Petition.

Respectfully submitted,

/s/ Kathleen Abernathy

Kathleen Q. Abernathy
Jonathan V. Cohen
Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP
1800 M Street, N.W., Suite 800N
Washington, D.C. 20036
202.783.4141 (tele.)
202.783.5851 (fax)
kavernathy@wbklaw.com
joncohen@wbklaw.com
pmarchesiello@wbklaw.com

Counsel for ATP and 3i Infrastructure

August 24, 2018

²⁰ A full description of the public interest benefits flowing from the Transaction are set forth in Exhibit 1 to the Joint Application for Consent to Transfer Control of Domestic and International Section 214 Authorizations, which is incorporated herein by reference.

APPENDIX A

FCC LICENSES AND LEASES

Licensee	License/Authorization	File Number/ Call Sign
Tampnet Inc.	International Section 214 Authorization	ITC-214-20150901-00218
	Domestic Section 214 Authorization	n/a
	CF – Common Carrier Fixed Point-to-Point Microwave	WQKF558 WQKF559 WQKF561 WQKQ781 WQLX475 WQLX478 WQMN211 WQNN589 WQNQ770
	MG – Microwave Industrial/ Business Pool	WQXA470 WQXA471 WQXA474 WQXA476 WQXA477
	Non-Common Carrier Earth Station	E100138 E140042
Tampnet USA LLC	CL – Cellular	KNKA411 KNKA412
	AW – AWS	WQGD642 WQGD643
	Common Carrier Earth Station ²¹	E850118 E850191 E940069 E940070 E940071

²¹ These earth station licenses are held by Tampnet USA, but they remain licensed under the name of Tampnet USA’s predecessor in interest, Broadpoint Newco, LLC. The Applicants intend to file an administrative update with the Commission to reflect this non-substantive change.

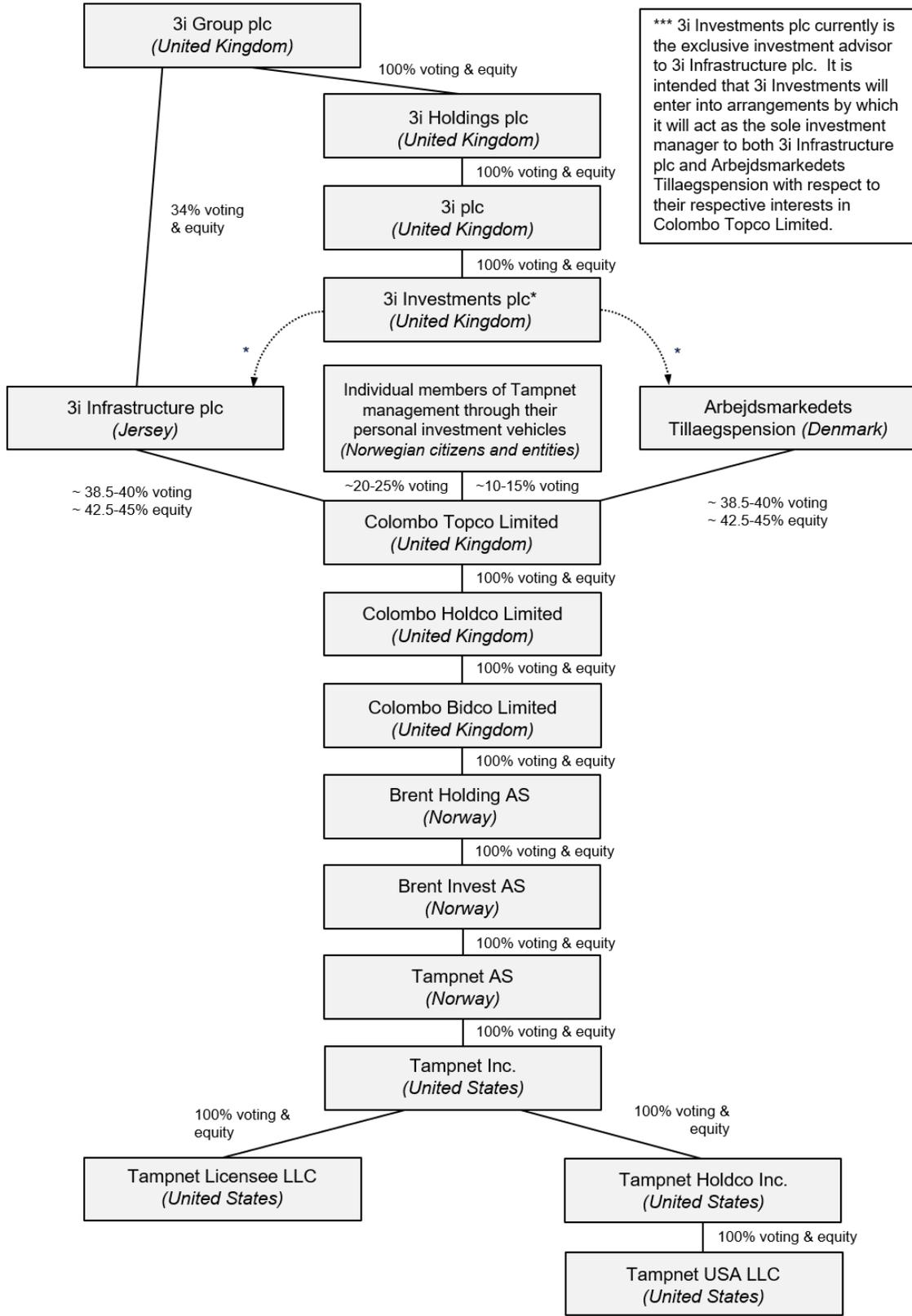
Licensee	License/Authorization	File Number/ Call Sign
		E980371
	Non-Common Carrier Earth Station ²²	E040350 E040351 E040354 E040356 E040357 E040358 E040359 E040360 E090017 E090019 E090038 E090051 E090052 E090067 E090110 E090162 E090184 E130128 E850119 E960472 E970089 E970201
Tampnet Licensee LLC	CL – Cellular Spectrum Leases	L000020229 L000020230
	NN – 3650-3700 MHz	WQHV537
	CF – Common Carrier Fixed Point-to-Point Microwave	WQKF526 WQKF547 WQKF562 WQKF568 WQKF569

²² These earth station licenses are held by Tampnet USA, but they remain licensed under the name of Tampnet USA’s predecessor in interest, Broadpoint Newco, LLC. The Applicants intend to file an administrative update with the Commission to reflect this non-substantive change.

Licensee	License/Authorization	File Number/ Call Sign
		WQKF570
		WQKF573
		WQKG307
		WQKQ778
		WQKQ779
		WQKQ780
		WQKQ783
		WQKQ785
		WQLX474
		WQLX476
		WQMN491
		WQNN591
		WQNN593
		WQNN596
		WQTJ933
		WQTJ947
		WQTK206
		WQTK213
		WQTK215
		WQTK234
		WQTK364
		WQTK366
		WQTK379
		WQUN938
		WQYU465
		WQYU467
		WQYU475
		WQYU478
		WQYW382
		WQYW383
		WQZH984
		WQZH985
		WQZH986
		WQZH987
		WQZH988
		WQZI421
		WQZP902

Licensee	License/Authorization	File Number/ Call Sign
		WQZP903 WQZW494 WQZW495 WQZW528 WQZW529 WQZW542 WQZW545 WQZW548 WQZW549 WQZW550 WQZX656 WRBN347 WRCB900

APPENDIX B – POST CLOSING OWNERSHIP & CONTROL STRUCTURE



CERTIFICATION

On behalf of Colombo Topco Limited (“Colombo”), I certify that the information in this Petition is in accordance with the provisions of Sections 1.16 and 1.5000(c)(1) of the Commission’s rules, 47 C.F.R. § 1.16 and 1.5000(c)(1). In particular, Colombo has calculated the ownership interests disclosed in the Petition based upon its review of the Commission’s rules. The interests disclosed satisfy each of the pertinent standards and criteria set forth in the rules.

Respectfully submitted,

/s/ Matthew Barker

Matthew Barker
Director, Colombo Topco Limited
16 Palace Street,
London, SW1E 5JD, United Kingdom
+44 (0) 20 7975 3565 (tele.)
+44 (0) 20 7975 3490 (fax)
Matt.Barker@3i.com